

Fill in this information to identify your case:

United States Bankruptcy Court for the:

WESTERN DISTRICT OF PENNSYLVANIA

Case number (if known) Chapter 11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Maybrook-C Briarcliff Opco, LLC

2. All other names debtor used in the last 8 years  
Include any assumed names, trade names and doing business as names  
DBA The Grove at North Huntingdon  
DBA The Grove at Irwin

3. Debtor's federal Employer Identification Number (EIN) 81-0905187

|                     |  |   |
|---------------------|--|---|
| 4. Debtor's address | Principal place of business  | Mailing address, if different from principal place of business  |
|                     | 249 Maus Drive<br>North Huntingdon, PA 15642<br>Number, Street, City, State & ZIP Code | 485 Lexington Avenue, 10th Floor<br>New York, NY 10017<br>P.O. Box, Number, Street, City, State & ZIP Code            |
|                     | Westmoreland<br>County   | Location of principal assets, if different from principal place of business<br>Number, Street, City, State & ZIP Code |

5. Debtor's website (URL)

6. Type of debtor  
☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))  
☐ Partnership (excluding LLP)  
☐ Other. Specify:

Debtor **Maybrook-C Briarcliff Opco, LLC**  
Name

Case number (if known)

**7. Describe debtor's business** A. *Check one:*

- ☒ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☐ None of the above

B. *Check all that apply*

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

6231**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

*Check one:*

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. *Check all that apply:*

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

If more than 2 cases, attach a separate list.

- ☒ No.
- ☐ Yes.

District \_\_\_\_\_

When \_\_\_\_\_

Case number \_\_\_\_\_

District \_\_\_\_\_

When \_\_\_\_\_

Case number \_\_\_\_\_

Debtor **Maybrook-C Briarcliff Opco, LLC** Case number (if known) \_\_\_\_\_  
Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor? ☐ No ☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor **See attached list of related debtors** Relationship \_\_\_\_\_  
 District \_\_\_\_\_ When \_\_\_\_\_ Case number, if known \_\_\_\_\_

11. Why is the case filed in this district? *Check all that apply:*
- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
  - ☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention? ☒ No ☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.
- Why does the property need immediate attention?** (*Check all that apply.*)
- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  
 What is the hazard? \_\_\_\_\_
  - ☐ It needs to be physically secured or protected from the weather.
  - ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
  - ☐ Other \_\_\_\_\_
- Where is the property?** \_\_\_\_\_  
 Number, Street, City, State & ZIP Code \_\_\_\_\_
- Is the property insured?**
- ☐ No
  - ☐ Yes. Insurance agency \_\_\_\_\_  
 Contact name \_\_\_\_\_  
 Phone \_\_\_\_\_

#### Statistical and administrative information

13. Debtor's estimation of available funds *Check one:*
- ☒ Funds will be available for distribution to unsecured creditors.
  - ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors
- |   |  |  |
|---|--|--|
| <input type="checkbox"/> 1-49               | <input type="checkbox"/> 1,000-5,000   | <input type="checkbox"/> 25,001-50,000     |
| <input type="checkbox"/> 50-99              | <input type="checkbox"/> 5001-10,000   | <input type="checkbox"/> 50,001-100,000    |
| <input checked="" type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999            |  |  |

15. Estimated Assets
- |  |  |  |
|--|--|--|
| <input type="checkbox"/> \$0 - \$50,000          | <input checked="" type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion     |
| <input type="checkbox"/> \$50,001 - \$100,000    | <input type="checkbox"/> \$10,000,001 - \$50 million           | <input type="checkbox"/> \$1,000,000,001 - \$10 billion  |
| <input type="checkbox"/> \$100,001 - \$500,000   | <input type="checkbox"/> \$50,000,001 - \$100 million          | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million         | <input type="checkbox"/> More than \$50 billion          |

Debtor **Maybrook-C Briarcliff Opco, LLC**

Case number (if known)

Name

**16. Estimated liabilities**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☒ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

Debtor **Maybrook-C Briarcliff Opco, LLC**  
Name

Case number (if known)

**Request for Relief, Declaration, and Signatures**

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature  
of authorized  
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **May 17, 2024**  
MM / DD / YYYY

**X /s/ Louis E. Robichaux IV**  
Signature of authorized representative of debtor  
  
Title **Chief Restructuring Officer**

**Louis E. Robichaux IV**  
Printed name

**18. Signature of attorney**

**X /s/ Daniel R. Schimizzi**  
Signature of attorney for debtor

Date **May 17, 2024**  
MM / DD / YYYY

**Daniel R. Schimizzi**  
Printed name

**Whiteford Taylor & Preston, LLP**  
Firm name

**11 Stanwix Street  
Suite 1400  
Pittsburgh, PA 15222**  
Number, Street, City, State & ZIP Code

Contact phone **412-275-2401**

Email address

**311869 PA**  
Bar number and State

**List of Related Debtors**

South Hills Operations, LLC  
Monroeville Operations, LLC  
Mt. Lebanon Operations, LLC  
Murrysville Operations, LLC  
Cheswick Rehabilitation and Wellness Center, LLC  
3876 Saxonburg Boulevard Propco, LLC  
North Strabane Rehabilitation and Wellness Center, LLC  
100 Tandem Village Road Propco, LLC  
Maybrook-C Briarcliff Opco, LLC  
Maybrook-C Briarcliff Propco, LLC  
Maybrook-C Evergreen Opco, LLC  
Maybrook-C Evergreen Propco, LLC  
Maybrook-C Kade Opco, LLC  
Maybrook-C Kade Propco, LLC  
Maybrook-C Latrobe Opco, LLC  
Maybrook-C Latrobe Propco, LLC  
Maybrook-C Overlook Opco, LLC  
Maybrook-C Overlook Propco, LLC  
Maybrook-C Silver Oaks Opco, LLC  
Maybrook-C Silver Oaks Propco, LLC  
Maybrook-C Whitecliff Opco, LLC  
Maybrook-C Whitecliff Propco, LLC

**RESOLUTION OF THE MANAGERS OF MAYBROOK-C OPCO HOLDINGS, LLC, MAYBROOK-C PROPCO HOLDINGS, LLC, MAYBROOK-C BRIARCLIFF OPCO, LLC, MAYBROOK-C BRIARCLIFF PROPCO, LLC, MAYBROOK-C EVERGREEN OPCO, LLC, MAYBROOK-C EVERGREEN PROPCO, LLC, MAYBROOK-C KADE OPCO, LLC, MAYBROOK-C KADE PROPCO, LLC, MAYBROOK-C LATROBE OPCO, LLC, MAYBROOK-C LATROBE PROPCO, LLC, MAYBROOK-C OVERLOOK OPCO, LLC, MAYBROOK-C OVERLOOK PROPCO, LLC, MAYBROOK-C SILVER OAKS OPCO, LLC, MAYBROOK-C SILVER OAKS PROPCO, LLC, MAYBROOK-C WHITECLIFF OPCO, LLC AND MAYBROOK-C WHITECLIFF PROPCO, LLC**

The undersigned are all of the managers, as the case may be, either as the board of managers or individually, of each of the following Delaware limited liability companies: Maybrook-C Opco Holdings, LLC, Maybrook-C Propco Holdings, LLC, Maybrook-C Briarcliff Opco, LLC, Maybrook-C Briarcliff Propco, LLC, Maybrook-C Evergreen Opco, LLC, Maybrook-C Evergreen Propco, LLC, Maybrook-C Kade Opco, LLC, Maybrook-C Kade Propco, LLC, Maybrook-C Latrobe Opco, LLC, Maybrook-C Latrobe Propco, LLC, Maybrook-C Overlook Opco, LLC, Maybrook-C Overlook Propco, LLC, Maybrook-C Silver Oaks Opco, LLC, Maybrook-C Silver Oaks Propco, LLC, Maybrook-C Whitecliff Opco, LLC and Maybrook-C Whitecliff Propco, LLC (collectively, the “Companies”).

Pursuant to the laws of the State of Delaware and the terms of the operating agreements, the undersigned hereby adopt, ratify and approve the following resolution by written consent on behalf of each of the Companies. For purposes of this resolution, all of the Companies other than Maybrook-C Opco Holdings, LLC and Maybrook-C Propco Holdings, LLC are hereinafter collectively referred to as the “Filing Companies”.

WHEREAS, the Companies are collectively obligated on a loan to CIBC Bank USA secured by liens on substantially all of their assets;

WHEREAS, the current amount due to CIBC Bank USA exceeds \$46 million;

WHEREAS, the indebtedness and obligations owed to CIBC Bank USA are in default;

WHEREAS, certain of the Filing Companies have significant amounts of unsecured debt, including large claims asserted by the Pennsylvania Department of Human Services;

WHEREAS, the Companies do not have the ability to pay these debts or perform their obligations in full immediately;

WHEREAS, the only assets of Maybrook-C Opco Holdings, LLC and Maybrook-C Propco Holdings LLC are their ownership interests in the Filing Companies, which are subsidiaries;

WHEREAS, CIBC Bank USA has agreed to provide financing in connection with a bankruptcy filing for the Filing Companies under Chapter 11 of the United States Bankruptcy Code.

IT IS HEREBY RESOLVED, that, it is desirable and in the best interests of each of the Filing Companies, their creditors, members and other interested parties, that a voluntary petition be filed by each of the Filing Companies under the provisions of Chapter 11, Title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Western District of Pennsylvania; and it is

FURTHER RESOLVED, Louis E. Robichaux IV, in his capacity as Chief Restructuring Officer of the Filing Companies (the “Authorized Officer”), is hereby authorized and directed, on behalf of and in the name of each of the Filing Companies, to execute and verify such petitions and all other documents associated therewith and cause the same to be filed, and to take such other action as the Authorized Officer may deem appropriate or necessary to commence the bankruptcy cases and seek relief under Chapter 11 of the Bankruptcy Code; that the execution and verification of the petitions on behalf of each of the Filing Companies is hereby approved; and the Authorized Officer shall have full discretion concerning the time of filing of these bankruptcy proceedings, and the Authorized Officer is further authorized, again in his discretion, to convert said proceedings into cases under Chapter 7 of the Bankruptcy Code if the same, in his discretion, is appropriate and necessary; and it is

FURTHER RESOLVED, that the Authorized Officer be, and hereby is, authorized and empowered in the name and on behalf of the Filing Companies to retain and employ all assistance from legal counsel, including but not limited to Bass, Berry & Sims PLC and Whiteford, Taylor & Preston, LLC, from financial advisors, including but not limited to Ankura Consulting Group, LLC, and from other professionals, including but not limited to Blueprint Healthcare Real Estate Advisors, LLC and Cummings and Co. Realtors, LLC, as the Authorized Officer deems necessary and proper to enhance the prospects of a successful proceeding under Chapter 11 of the Bankruptcy Code for each of the Filing Companies; and it is

FURTHER RESOLVED, that in the event that an involuntary proceeding under Title 11 of the United States Code against any of the Companies shall be commenced by any party or parties, that the Authorized Officer be, and hereby is, authorized and empowered in the name and on behalf of the Companies to consent to an order of relief under the Bankruptcy Code and to convert such a proceeding to one under Chapter 11 of the Bankruptcy Code; and it is

FURTHER RESOLVED that the retention of the Authorized Officer to be the Chief Restructuring Officer of the Filing Companies, effective as of December 1, 2023, and the retention of Ankura Consulting Group, LLC to provide financial advisory services to the Filing Companies is hereby ratified and approved, and the terms of the engagement of both Mr. Robichaux and Ankura shall be governed by the written letter agreement dated November 27, 2023 signed by the Authorized Officer on behalf of himself and Ankura and by Michael Neufeld on behalf of the Filing Companies. All actions taken by each of the Filing Companies, the Authorized Officer and Ankura to prepare for the commencement of the Chapter 11 cases pursuant to that written letter agreement are hereby ratified and approved, and it is

FURTHER RESOLVED that each of the Filing Companies is hereby authorized to obtain financing from CIBC Bank USA in the bankruptcy proceedings on terms negotiated by Mr. Robichaux and the Filing Companies’ advisors; and it is



FURTHER RESOLVED that Ephram Lahasky is hereby authorized and directed, on behalf of and in the name of each of Maybrook-C Opco Holdings, LLC and Maybrook-C Propco Holdings LLC, to execute and verify all documents required in connection the bankruptcy financing to be provided by CIBC Bank USA to the Filing Companies, including without limitation all documents required to make Maybrook-C Opco Holdings, LLC and Maybrook-C Propco Holdings LLC co-borrowers on that loan.

FURTHER RESOLVED, that the Authorized Officer be, and hereby is authorized, empowered and directed to take or cause to be taken all such further action and to sign, execute, acknowledge, certify, deliver, accept, record and file all such further documents, petitions, pleadings, declarations or instruments in the name and on behalf of each of the Filing Companies as in his judgment shall be necessary, desirable or advisable in order to pursue the Chapter 11 bankruptcy filings or to carry out the intent of and to accomplish the purposes of the foregoing resolutions, including without limitation agreements related to obtaining debtor-in-possession financing from CIBC Bank USA or any other lender and agreements related to a sale of the Filing Companies' assets pursuant to section 363 of the Bankruptcy Code.

IN WITNESS WHEREOF, the undersigned, being all of the managers of the Companies, have executed this Written Consent effective as of May 14, 2024.

**MANAGER:**



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Ephram Mordy Lahasky

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Joshua Farkovits

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Sam Halper

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David Gast

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\_\_\_\_\_  
Joshua Farkovits

\_\_\_\_\_  
Sam Halper

\_\_\_\_\_  
David Gast

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**MANAGER:**

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Ephram Mordy Lahasky

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Joshua Farkovits

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Sam Halper

  
\_\_\_\_\_  
David Gast

Debtor name South Hills Operations, LLC**UNITED STATES BANKRUPTCY COURT WESTERN DISTRICT OF PENNSYLVANIA**

Case No. (If known) \_\_\_\_\_

☐ Check if this is an amended filing**Official Form 204****Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

| Name of creditor and complete mailing address, including zip code.   | Name, telephone number, and email address of creditor contact   | Nature of the claim<br>(for example, trade debts, bank loans, professional services, and government contracts) | Indicate if claim is contingent, unliquidated, or disputed | Amount of unsecured claim<br>If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim. |   |                 |
|--|---|--|--|--|---|-----------------|
|  |   |  |  | Total Claim, if partially secured  | Deduction for value of collateral or setoff | Unsecured claim |
| 1 Dept of Public Welfare-Office of Long-Term<br>Piatt Pl, Ste 470<br>Pittsburgh, PA 15222                    | Dept of Public Welfare-Office of Long-Term<br>Tel: 848-757-0527<br>Email: lupshur@pa.gov                | Trade Payable  | D  |  |   | \$17,844,365.30 |
| 2 ARRC One, LLC<br>AP FBO ARRC One<br>P.O. Box 823473<br>Philadelphia, PA 19182-3473                         | ARRC One, LLC<br>Tel: 412-980-4719<br>Email: cynthia@ARRCone.com  | Trade Payable  | D  |  |   | \$2,753,839.45  |
| 3 Interstate Insurance Company Risk Retention Group, Inc<br>1605 Main St, Ste 800<br>Sarasota, FL 34236-5823 | Interstate Insurance Company Risk Retention Group, Inc<br>Tel: 941-373-1113<br>Email: acarlton@pboa.com | Trade Payable  | D  |  |   | \$1,264,608.48  |
| 4 Med Plus Staffing LLC<br>4117 Old William Penn Hwy<br>Murrysville, PA 15668                                | Med Plus Staffing LLC<br>Tel: 412-712-7185<br>Email: logan@medplusstaff.com                             | Trade Payable  | D  |  |   | \$996,423.95    |
| 5 ShiftMed, LLC<br>P.O. Box 124004<br>Dallas, TX 75312   | ShiftMed, LLC<br>Tel: 866-892-6221<br>Email: billingsupport@shiftmed.com                                | Trade Payable  | D  |  |   | \$924,834.19    |
| 6 MDS RX<br>246 Friendship Cir<br>Beaver, PA 15009   | MDS RX<br>Tel: 724-512-8767<br>Email: cdaufen@mdsrx.com   | Trade Payable  | D  |  |   | \$880,535.54    |

Debtor name **South Hills Operations, LLC**

Case No. (If known)

(Continuation Sheet)

| Name of creditor and complete mailing address, including zip code.                              | Name, telephone number, and email address of creditor contact                                  | Nature of the claim<br>(for example, trade debts, bank loans, professional services, and government contracts) | Indicate if claim is contingent, unliquidated, or disputed | Amount of unsecured claim<br>If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim. |   |                 |
|---|--|--|--|--|---|-----------------|
|   |  |  |  | Total Claim, if partially secured  | Deduction for value of collateral or setoff | Unsecured claim |
| 7 Western PA Consultants, LLC<br>795 Hillcrest Pl<br>Valley Stream, NY 11581-3127               | Western PA Consultants, LLC<br>Tel: 718-483-5093<br>Email: dovikohn@gmail.com                  | Trade Payable  | D  |  |   | \$809,909.52    |
| 8 Alixa RX LLC<br>P.O. Box 645331<br>Pittsburgh, PA 15264-5331                                  | Alixa RX LLC<br>Tel: 214-778-0333<br>Email: savage@alixarx.com                                 | Trade Payable  | D  |  |   | \$722,548.29    |
| 9 Twomagnets Inc dba Clipboard Health<br>P.O. Box 103125<br>Pasadena, CA 91189-3125             | Twomagnets Inc dba Clipboard Health<br>Tel: 415-604-3272<br>Email: billing@clipboardhealth.com | Trade Payable  | D  |  |   | \$670,520.51    |
| 10 P&G Brokerage, Inc<br>1648 61st St<br>Brooklyn, NY 11204                                     | P&G Brokerage, Inc<br>Tel: 718-854-2818 ext 127<br>Email: baila@pandginsurance.com             | Trade Payable  | D  |  |   | \$661,721.62    |
| 11 Care Connection Nursing<br>240 Executive Dr<br>P.O. Box 1862<br>Cranberry Township, PA 16066 | Care Connection Nursing<br>Tel: 814-771-1268<br>Email: info@careconnectionnursing.com          | Trade Payable  | D  |  |   | \$657,538.43    |
| 12 All American Healthcare Services, Inc<br>P.O. Box 825160<br>Philadelphia, PA 19182-5160      | All American Healthcare Services, Inc<br>Tel: 862-339-4075<br>Email: k.gonzalez@allshifts.com  | Trade Payable  | D  |  |   | \$646,279.52    |
| 13 ReadyShift Staffing LLC<br>5877 Commerce St, Ste 212<br>Pittsburgh, PA 15206                 | ReadyShift Staffing LLC<br>Tel: 412-851-6300<br>Email: info@readysiftstaff.com                 | Trade Payable  | D  |  |   | \$610,897.32    |

Debtor name **South Hills Operations, LLC**

Case No. (If known)

(Continuation Sheet)

| Name of creditor and complete mailing address, including zip code.           | Name, telephone number, and email address of creditor contact                                  | Nature of the claim<br>(for example, trade debts, bank loans, professional services, and government contracts) | Indicate if claim is contingent, unliquidated, or disputed | Amount of unsecured claim<br>If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim. |   |                 |
|--|--|--|--|--|---|-----------------|
|  |  |  |  | Total Claim, if partially secured  | Deduction for value of collateral or setoff | Unsecured claim |
| 14 McKesson<br>P.O. Box 630693<br>Cincinnati, OH 45263-0693                  | McKesson<br>Tel: 800-453-5180 Ext 50248<br>Email: Brooke.Williams@McKesson.com                 | Trade Payable  | D  |  |   | \$477,474.13    |
| 15 Advanced Distributors<br>P.O. Box 4<br>Bayonne, NJ 07002                  | Advanced Distributors<br>Tel: 718-871-4666<br>Email: advanced.estl@gmail.com                   | Trade Payable  | D  |  |   | \$450,352.16    |
| 16 Oncall Medical Staffing, Inc<br>316 E 6th Ave<br>Tarentum, PA 15084       | Oncall Medical Staffing, Inc<br>Tel: 412-646-4219<br>Email: mtaliaf@oncall-medicalstaffing.com | Trade Payable  | D  |  |   | \$440,931.14    |
| 17 Reliant Staffing, LLC<br>P.O. Box 495<br>Harrison City, PA 15636          | Reliant Staffing, LLC<br>Tel: 412-215-5959<br>Email: jeff@reliantstaffing.com                  | Trade Payable  | D  |  |   | \$379,132.81    |
| 18 SASM&F LLP<br>P.O. Box 1764<br>White Plains, NY 10602                     | SASM&F LLP<br>Tel: 617-573-4840<br>Email: Michael.loucks@skadden.com                           | Trade Payable  | D  |  |   | \$331,142.17    |
| 19 Favorite Healthcare Staffing<br>P.O. Box 26225<br>Overland Park, KS 66225 | Favorite Healthcare Staffing<br>Tel: 800-676-3456<br>Email: daaron.amrine@favoritestaffing.com | Trade Payable  | D  |  |   | \$308,786.40    |
| 20 US Foods, Inc<br>9399 W Higgins Rd<br>Rosemont, IL 60018                  | US Foods, Inc<br>Tel: 847-268-5459<br>Email: bryan.huler@usfoods.com                           | Trade Payable  | D  |  |   | \$291,386.18    |

Debtor name **South Hills Operations, LLC**

Case No. (If known)

(Continuation Sheet)

| Name of creditor and complete mailing address, including zip code.             | Name, telephone number, and email address of creditor contact                        | Nature of the claim<br>(for example, trade debts, bank loans, professional services, and government contracts) | Indicate if claim is contingent, unliquidated, or disputed | Amount of unsecured claim<br>If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim. |   |                 |
|--|--|--|--|--|---|-----------------|
|  |  |  |  | Total Claim, if partially secured  | Deduction for value of collateral or setoff | Unsecured claim |
| 21 Shiftkey, LLC<br>P.O. Box 735913<br>Dallas, TX 75373                        | Shiftkey, LLC<br>Tel: 469-947-9977<br>Email: laura.carpenter@shiftkey.com            | Trade Payable  | D  |  |   | \$273,663.71    |
| 22 UPMC Health Plan<br>600 Grant St<br>Pittsburgh, PA 15219                    | UPMC Health Plan<br>Tel: 888-499-6913<br>Email: shellma@upmc.edu                     | Trade Payable  | D  |  |   | \$229,297.15    |
| 23 Maxim Staffing<br>12558 Collections Center Dr<br>Chicago, IL 60693          | Maxim Staffing<br>Tel: 443-430-7525<br>Email: vilignel@maximstaffing.com             | Trade Payable  | D  |  |   | \$209,163.18    |
| 24 Medline Industries<br>P.O. Box 382075<br>Pittsburgh, PA 15251-8075          | Medline Industries<br>Tel: 847-643-3128<br>Email: Mzanoni@medline.com                | Trade Payable  | D  |  |   | \$203,047.51    |
| 25 Specialty Medical Products, Inc<br>50 Pennsylvania Ave<br>Malvern, PA 19355 | Specialty Medical Products, Inc<br>Tel: 610-644-1370<br>Email: akauler@smpcares.com  | Trade Payable  | D  |  |   | \$193,367.35    |
| 26 First Insurance Funding<br>P.O. Box 7000<br>Carol Stream, IL 60197-7000     | First Insurance Funding<br>Tel: 800-837-3707<br>Email: csr@firstinsurancefunding.com | Trade Payable  | D  |  |   | \$160,598.79    |
| 27 Flagstar Staffing<br>117 Ditmas Ave<br>Brooklyn, NY 11218                   | Flagstar Staffing<br>Tel: 718-534-7400 Ext 121<br>Email: ykaplan@fsnursing.com       | Trade Payable  | D  |  |   | \$159,165.34    |



Debtor name **South Hills Operations, LLC**

Case No. (If known)

(Continuation Sheet)

| Name of creditor and complete mailing address, including zip code.   | Name, telephone number, and email address of creditor contact                                     | Nature of the claim<br>(for example, trade debts, bank loans, professional services, and government contracts) | Indicate if claim is contingent, unliquidated, or disputed | Amount of unsecured claim<br>If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim. |   |                 |
|--|---|--|--|--|---|-----------------|
|  |   |  |  | Total Claim, if partially secured  | Deduction for value of collateral or setoff | Unsecured claim |
| 28 Zimmet Healthcare Services Group, LLC<br>200 Rte 9 N, Ste 500<br>Manalapan, NJ 07726  | Zimmet Healthcare Services Group, LLC<br>Tel: 732-970-0733<br>Email: billing@zhealthcare.com      | Trade Payable  | D  |  |   | \$144,000.00    |
| 29 Allstate Medical<br>34 35th St<br>Brooklyn, NY 11232  | Allstate Medical<br>Tel: 718-369-7100 Ext 107<br>Email: jackw@allstatemedical.com                 | Trade Payable  | D  |  |   | \$132,158.96    |
| 30 Centers for Medicare and Medicaid Services<br>801 Market St, Ste 9400<br>Philadelphia, PA 19107-3134<br><br>CMS may have recovered some or all of this amount through offset and/or recoupment. | Centers for Medicare and Medicaid Services<br>Tel: 215-861-4203<br>Email: enforcement@cms.hhs.gov | Trade Payable  | D  |  |   | \$119,065.50    |

**Fill in this information to identify the case:**

Debtor name Maybrook-C Briarcliff Opco, LLC

United States Bankruptcy Court for the: WESTERN DISTRICT OF PENNSYLVANIA

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing

Official Form 202

**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration **Corporate Ownership Statement**

I declare under penalty of perjury that the foregoing is true and correct.

Executed on May 17, 2024

**X /s/ Louis E. Robichaux IV**

Signature of individual signing on behalf of debtor

**Louis E. Robichaux IV**

Printed name

**Chief Restructuring Officer**

Position or relationship to debtor

**United States Bankruptcy Court  
Western District of Pennsylvania**

In re **Maybrook-C Briarcliff Opco, LLC**

Debtor(s)

Case No.

Chapter

**11**

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Maybrook-C Briarcliff Opco, LLC** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

**Maybrook-C Opco Holdings, LLC**  
**1800 Rockaway, Suite 200**  
**Hewlett, NY 11557**

☐ None [*Check if applicable*]

**May 17, 2024**

Date

**/s/ Daniel R. Schimizzi**

**Daniel R. Schimizzi**

Signature of Attorney or Litigant

Counsel for **Maybrook-C Briarcliff Opco, LLC**

**Whiteford Taylor & Preston, LLP**

**11 Stanwix Street**

**Suite 1400**

**Pittsburgh, PA 15222**

**412-275-2401 Fax:412-275-2404**